

ORIGINAL



Little River Band of Ottawa Indians

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Resolution No. #99-0829- 02

**Authorizing the Tribal Ogema, or in his absence, the
Tribal Council Speaker to Execute A First Amendment to the
Class III Development & Construction Agreement and
Management Agreement with Manistee Gaming L.L.C. and Authorizing the
Submission of the First Amendment to Such Agreements to the
National Indian Gaming Commission**

WHEREAS, the Tribe's status as a federally-recognized Indian tribe was reaffirmed and restored by Congress pursuant to Public Law 103-324, 108 Stat. 2156 (25 U.S.C. §1300k et seq.)(hereinafter "Little River Act"); and

WHEREAS, the Tribe is entitled to the protections and benefits accorded federally-recognized Indian tribes under federal law, including those under the Indian Gaming Regulatory Act of 1988 (25 U.S.C. §2701 et seq.)(hereinafter "IGRA"), which permits Indian tribes to operate Class II gaming activities on lands held in trust for the Tribe; and

WHEREAS, the Tribe and Manistee Gaming L.L.C., executed a Development and Construction Agreement and the Management Agreement, dated July 15, 1999, and submitted those documents to the National Indian Gaming Commission; and

WHEREAS, one of the Principals of Manistee Gaming L.L.C. has withdrawn from ownership and control of Manistee Gaming L.L.C. and transferred all of his interest to the remaining Principal(s); and

WHEREAS, Manistee Gaming L.L.C. has requested the Tribe's consent and approval to the change in ownership in Manistee Gaming; and

WHEREAS, the Tribe and Manistee Gaming desire to amend the Original Management Agreement and Development and Construction Agreement to reflect the change in ownership and control of Manistee Gaming; and

WHEREAS, pursuant to Article IV, Section 5 (a)(4) and Article V, Section 5(a)(3) and (8) of the Tribal Constitution, the Tribal Ogema, or in his absence, the Tribal Council Speaker, is authorized to represent the Tribe in its relations with other organizations and manage the economic affairs/enterprises of the Tribe, in a manner consistent with the Tribal Constitution and resolutions of the Tribal Council; and

WHEREAS, the Tribal Council, pursuant to Article IV, Section 7 (b) of the Constitution, has the power to authorize and ratify agreements and contracts negotiated by the chief executive officer of the Tribe.

NOW THEREFORE IT IS RESOLVED THAT the Tribal Council of the Little River Band of Ottawa Indians hereby authorizes the Tribal Ogema, or in his absence, the Tribal Council Speaker, to execute a First Amendment to the amended Construction and Development Agreement, dated July 15, 1999, in that the execution provision of the Original Development and Construction Agreement is amended to read as set forth as the execution provision of the First Amendment, herein attached;

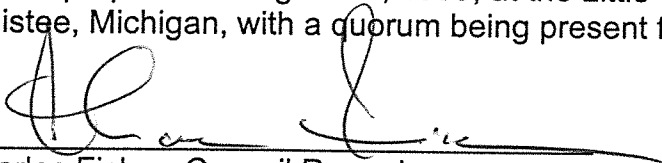
IT IS FURTHER RESOLVED THAT the Tribal Council hereby authorizes the Tribal Ogema, or in his absence, the Tribal Council Speaker, to execute a First Amendment to the amended Management Agreement, dated July 15, 1999, in that the execution provision of the Original Management Agreement is hereby amended to read as set forth as the execution portion of the First Amendment, herein attached;

IT IS FURTHER RESOLVED that the Tribal Council hereby authorizes and directs the Tribal Ogema or the Tribal Council Speaker to submit the First Amendment(s) to the Management Agreement and Development and Construction Agreement, and any collateral agreements, to the National Indian Gaming Commission for final review and approval in accordance with IGRA and regulations promulgated thereunder.

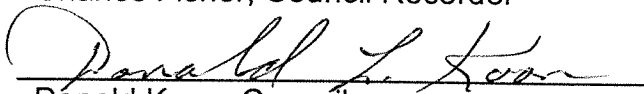
IT IS FURTHER RESOLVED that except as amended by the First Amendment(s), the Original Management Agreement and Development and Construction Agreement are ratified and confirmed.

CERTIFICATE OF ADOPTION

I do hereby certify that the foregoing resolution was duly presented and adopted by the Tribal Council with 6 FOR, 0 AGAINST, 1 ABSENT, and 1 ABSTAINING, at an Emergency Session of the Little River Band of Ottawa Indians Tribal Council called for this purpose on August 29, 1999, at the Little River Community Center in Manistee, Michigan, with a quorum being present for such vote.



Charles Fisher, Council Recorder



Donald Koon, Councilor

Attest: